

For Six Month Period Ending October 31, 2008  
(Insert date)

**I - REGISTRANT**

1. (a) Name of Registrant  
Burson-Marsteller

(b) Registration No.  
2469

(c) Business Address(es) of Registrant  
1110 Vermont Avenue, N.W., Suite 1200  
Washington, D.C. 20005-3554.

2. Has there been a change in the information previously furnished in connection with the following:

(a) If an individual:

(1) Residence address(es)	Yes <input type="checkbox"/>	No <input type="checkbox"/>
(2) Citizenship	Yes <input type="checkbox"/>	No <input type="checkbox"/>
(3) Occupation	Yes <input type="checkbox"/>	No <input type="checkbox"/>

(b) If an organization:

(1) Name	Yes <input type="checkbox"/>	No <input checked="" type="checkbox"/>
(2) Ownership or control	Yes <input type="checkbox"/>	No <input checked="" type="checkbox"/>
(3) Branch offices	Yes <input type="checkbox"/>	No <input checked="" type="checkbox"/>

(c) Explain fully all changes, if any, indicated in items (a) and (b) above.

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**IF THE REGISTRANT IS AN INDIVIDUAL, OMIT RESPONSE TO ITEMS 3, 4 AND 5(a).**

3. If you have previously filed Exhibit C<sup>1</sup>, state whether any changes therein have occurred during this 6 month reporting period.

Yes ☐ No ☒

If yes, have you filed an amendment to the Exhibit C? Yes ☐ No ☐

If no, please attach the required amendment.

<sup>1</sup> The Exhibit C, for which no printed form is provided, consists of a true copy of the charter, articles of incorporation, association, and by laws of a registrant that is an organization. (A waiver of the requirement to file an Exhibit C may be obtained for good cause upon written application to the Assistant Attorney General, National Security Division, U.S. Department of Justice, Washington, DC 20530.)

4. (a) Have any persons ceased acting as partners, officers, directors or similar officials of the registrant during this 6 month reporting period? Yes ☐ No ☐

If yes, furnish the following information:

Name	Position	Date connection ended
James C. Lake	Chair, U.S. Public Affairs Practice	09-15-2008

- (b) Have any persons become partners, officers, directors or similar officials during this 6 month reporting period? Yes ☐ No ☒

If yes, furnish the following information:

Name	Residence address	Citizenship	Position	Date assumed
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5. (a) Has any person named in item 4(b) rendered services directly in furtherance of the interests of any foreign principal? Yes ☐ No ☒

If yes, identify each such person and describe his service.

- (b) Have any employees or individuals, who have filed a short form registration statement, terminated their employment or connection with the registrant during this 6 month reporting period? Yes ☒ No ☐

If yes, furnish the following information:

Name	Position or connection	Date terminated
James C. Lake	Chair, U.S. Public Affairs Practice	09-15-2008
Ruth Seeley	Associate	10-15-2008

- (c) During this 6 month reporting period, has the registrant hired as employees or in any other capacity, any persons who rendered or will render services to the registrant directly in furtherance of the interests of any foreign principal(s) in other than a clerical or secretarial, or in a related or similar capacity? Yes ☐ No ☒

If yes, furnish the following information:

Name	Residence address	Citizenship	Position	Date assumed
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6. Have short form registration statements been filed by all of the persons named in Items 5(a) and 5(c) of the supplemental statement? Yes ☐ No ☐

If no, list names of persons who have not filed the required statement.

**II - FOREIGN PRINCIPAL**


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7. Has your connection with any foreign principal ended during this 6 month reporting period?

Yes ☒ No ☐

If yes, furnish the following information:

Name of foreign principal

Date of termination

People's Republic of Pakistan

05-30-2008

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8. Have you acquired any new foreign principal<sup>2</sup> during this 6 month reporting period?

Yes ☐ No ☒

If yes, furnish the following information:

Name and address of foreign principal

Date acquired

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9. In addition to those named in Items 7 and 8, if any, list foreign principals<sup>2</sup> whom you continued to represent during the 6 month reporting period.

Abu Dhabi Investment Authority (ADIA)

Instituto Costarricense de Turismo (Costa Rican Tourism Institute)

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10. **EXHIBITS A AND B**

(a) Have you filed for each of the newly acquired foreign principals in Item 8 the following:

Exhibit A<sup>3</sup> Yes ☒ No ☐  
Exhibit B<sup>4</sup> Yes ☒ No ☐

If no, please attach the required exhibit.

(b) Have there been any changes in the Exhibits A and B previously filed for any foreign principal whom you represented during the 6 month period? Yes ☒ No ☐

If yes, have you filed an amendment to these exhibits? Yes ☒ No ☐

If no, please attach the required amendment.

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<sup>2</sup> The term "foreign principal" includes, in addition to those defined in Section 1(b) of the Act, an individual organization any of whose activities are directly or indirectly supervised, directed, controlled, financed, or subsidized in whole or in major part by a foreign government, foreign political party, foreign organization or foreign individual. (See Rule 100(a) (9).) A registrant who represents more than one foreign principal is required to list in the statements he files under the Act only those principals for whom he is not entitled to claim exemption under Section 3 of the Act. (See Rule 208.)

<sup>3</sup> The Exhibit A, which is filed on Form NSD-3 (Formerly CRM-157), sets forth the information required to be disclosed concerning each foreign principal.

<sup>4</sup> The Exhibit B, which is filed on Form NSD-4 (Formerly CRM-155), sets forth the information concerning the agreement or understanding between the registrant and the foreign principal.

### III - ACTIVITIES

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11. During this 6 month reporting period, have you engaged in any activities for or rendered any services to any foreign principal named in Items 7, 8, and 9 of this statement? Yes ☒ No ☐

If yes, identify each such foreign principal and describe in full detail your activities and services:

Abu Dhabi Investment Authority (ADIA) - Monitored issues surrounding sovereign wealth funds. Advised client regarding strategy. Supported internal communications and conducted media outreach.

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12. During this 6 month reporting period, have you on behalf of any foreign principal engaged in political activity<sup>5</sup> as defined below? Yes ☐ No ☒

If yes, identify each such foreign principal and describe in full detail all such political activity, indicating, among other things, the relations, interests and policies sought to be influenced and the means employed to achieve this purpose. If the registrant arranged, sponsored or delivered speeches, lectures or radio and TV broadcasts, give details as to dates and places of delivery, names of speakers and subject matter.

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13. In addition to the above described activities, if any, have you engaged in activity on your own behalf which benefits any or all of your foreign principals? Yes ☐ No ☒

If yes, describe fully.

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<sup>5</sup> The term "political activities" means any activity that the person engaging in believes will, or that the person intends to, in any way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting or changing the domestic or foreign policies of the United States or with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party.

## IV - FINANCIAL INFORMATION

### 14. (a) RECEIPTS - MONIES

During this 6 month reporting period, have you received from any foreign principal named in Items 7, 8, or 9 of this statement, or from any other source, for or in the interests of any such foreign principal, any contributions, income or money either as compensation or otherwise?      Yes ☒      No ☐

If no, explain why.

If yes, set forth below in the required detail and separately for each foreign principal an account of such monies<sup>6</sup>.

Date	From whom	Purpose	Amount
Please see attachment.			

\_\_\_\_\_  
Total

### (b) RECEIPTS - FUND RAISING CAMPAIGN

During this 6 month reporting period, have you received, as part of a fund raising campaign<sup>7</sup>, any money on behalf of any foreign principal named in items 7, 8, or 9 of this statement?      Yes ☐      No ☒

If yes, have you filed an Exhibit D<sup>8</sup> to your registration?      Yes ☐      No ☐

If yes, indicate the date the Exhibit D was filed.      Date \_\_\_\_\_

### (c) RECEIPTS - THINGS OF VALUE

During this 6 month reporting period, have you received any thing of value<sup>9</sup> other than money from any foreign principal named in Items 7, 8, or 9 of this statement, or from any other source, for or in the interests of any such foreign principal?      Yes ☐      No ☒

If yes, furnish the following information:

Name of foreign principal	Date received	Description of thing of value	Purpose
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<sup>6, 7</sup> A registrant is required to file an Exhibit D if he collects or receives contributions, loans, money, or other things of value for a foreign principal, as part of a fund raising campaign. (See Rule 201(e).)

<sup>8</sup> An Exhibit D, for which no printed form is provided, sets forth an account of money collected or received as a result of a fund raising campaign and transmitted for a foreign principal.

<sup>9</sup> Things of value include but are not limited to gifts, interest free loans, expense free travel, favored stock purchases, exclusive rights, favored treatment over competitors, "kickbacks," and the like.

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15. (a) **DISBURSEMENTS – MONIES**

During this 6 month reporting period, have you

(1) disbursed or expended monies in connection with activity on behalf of any foreign principal named in Items 7, 8, or 9 of this statement? Yes ☒ No ☐(2) transmitted monies to any such foreign principal? Yes ☐ No ☒

If no, explain in full detail why there were no disbursements made on behalf of any foreign principal.

If yes, set forth below in the required detail and separately for each foreign principal an account of such monies, including monies transmitted, if any, to each foreign principal.

Date	To whom	Purpose	Amount
Please see attachment.			

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Total

**(b) DISBURSEMENTS – THINGS OF VALUE**

During this 6 month reporting period, have you disposed of anything of value<sup>10</sup> other than money in furtherance of or in connection with activities on behalf of any foreign principal named in Items 7, 8, or 9 of this statement?

Yes ☐No ☒

If yes, furnish the following information:

Date disposed	Name of person to whom given	On behalf of what foreign principal	Description of thing of value	Purpose
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**(c) DISBURSEMENTS – POLITICAL CONTRIBUTIONS**

During this 6 month reporting period, have you from your own funds and on your own behalf either directly or through any other person, made any contributions of money or other things of value<sup>11</sup> in connection with an election to any political office, or in connection with any primary election, convention, or caucus held to select candidates for political office?

Yes ☐No ☒

If yes, furnish the following information:

Date	Amount or thing of value	Name of political organization	Name of candidate
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<sup>10, 11</sup> Things of value include but are not limited to gifts, interest free loans, expense free travel, favored stock purchases, exclusive rights, favored treatment over competitors, "kickbacks" and the like.

**V - INFORMATIONAL MATERIALS**

16. During this 6 month reporting period, did you prepare, disseminate or cause to be disseminated any informational materials <sup>12</sup>?  
 Yes ☐ No ☒

IF YES, RESPOND TO THE REMAINING ITEMS IN SECTION V.

17. Identify each such foreign principal.

18. During this 6 month reporting period, has any foreign principal established a budget or allocated a specified sum of money to finance your activities in preparing or disseminating informational materials? Yes ☐ No ☒

If yes, identify each such foreign principal, specify amount, and indicate for what period of time.

19. During this 6 month reporting period, did your activities in preparing, disseminating or causing the dissemination of informational materials include the use of any of the following:

- |   |  |  |   |
|---|--|--|---|
| <input type="checkbox"/> Radio or TV broadcasts | <input checked="" type="checkbox"/> Magazine or newspaper articles             | <input type="checkbox"/> Motion picture films            | <input type="checkbox"/> Letters or telegrams |
| <input type="checkbox"/> Advertising campaigns  | <input type="checkbox"/> Press releases  | <input type="checkbox"/> Pamphlets or other publications | <input type="checkbox"/> Lectures or speeches |
| <input type="checkbox"/> Internet               | <input checked="" type="checkbox"/> Other (specify) <u>Please see attached</u> |  |   |

20. During this 6 month reporting period, did you disseminate or cause to be disseminated informational materials among any of the following groups:

- |  |   |   |
|--|---|---|
| <input type="checkbox"/> Public officials      | <input checked="" type="checkbox"/> Newspapers        | <input type="checkbox"/> Libraries                |
| <input type="checkbox"/> Legislators           | <input checked="" type="checkbox"/> Editors           | <input type="checkbox"/> Educational institutions |
| <input type="checkbox"/> Government agencies   | <input type="checkbox"/> Civic groups or associations | <input type="checkbox"/> Nationality groups       |
| <input type="checkbox"/> Other (specify) _____ |   |   |

21. What language was used in the informational materials:

- ☒ English ☐ Other (specify) \_\_\_\_\_

22. Did you file with the Registration Unit, U.S. Department of Justice a copy of each item of such informational materials disseminated or caused to be disseminated during this 6 month reporting period? Yes ☐ No ☒

23. Did you label each item of such informational materials with the statement required by Section 4(b) of the Act? Yes ☐ No ☒

12 The term informational materials includes any oral, visual, graphic, written, or pictorial information or matter of any kind, including that published by means of advertising, books, periodicals, newspapers, lectures, broadcasts, motion pictures, or any means or instrumentality of interstate or foreign commerce or otherwise. Informational materials disseminated by an agent of a foreign principal as part of an activity in itself exempt from registration, or an activity which by itself would not require registration, need not be filed pursuant to Section 4(b) of the Act.



**VI – EXECUTION**

In accordance with 28 U.S.C. §1746, the undersigned swear(s) or affirm(s) under penalty of perjury that he/she has (they have) read the information set forth in this registration statement and the attached exhibits and that he/she is (they are) familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her (their) knowledge and belief, except that the undersigned make(s) no representation as to the truth or accuracy of the information contained in the attached Short Form Registration Statement(s), if any, insofar as such information is not within his/her (their) personal knowledge.

(Date of signature )

(Type or print name under each signature<sup>13</sup>)12.3.08Sharon Balkam

Sharon Balkam

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<sup>13</sup> This statement shall be signed by the individual agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions, if the registrant is an organization, except that the organization can, by power of attorney, authorize one or more individuals to execute this statement on its behalf.

UNITED STATES DEPARTMENT OF JUSTICE  
FARA REGISTRATION UNIT  
NATIONAL SECURITY DIVISION  
WASHINGTON, D.C. 20530

**NOTICE**

Please answer the following questions and return this sheet in triplicate with your Supplemental Statement:

1. Is your answer to Item 16 of Section V (Informational Materials – page 8 of Form NSD-2, formerly Form CRM-154 Supplemental Statement):

YES \_\_\_\_\_ or NO X \_\_\_\_\_

(If your answer to question 1 is "yes" do not answer question 2 of this form.)

2. Do you disseminate any material in connection with your registration:

YES \_\_\_\_\_ or NO X \_\_\_\_\_

(If your answer to question 2 is "yes" please forward for our review copies of all material including: films, film catalogs, posters, brochures, press releases, etc. which you have disseminated during the past six months.)

Sharon Balkam  
Signature

12.3.08  
Date

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SHARON BALKAM  
Please type or print name of  
Signatory on the line above

MANAGING DIRECTOR  
PRACTICE BUSINESS MANAGER  
U.S. PUBLIC AFFAIRS  
Title



U.S. Department of Justice

National Security Division

Washington, DC 20530

THIS FORM IS TO BE AN OFFICIAL ATTACHMENT TO YOUR CURRENT SUPPLEMENTAL  
STATEMENT - PLEASE EXECUTE IN TRIPLICATE

SHORT-FORM REGISTRATION INFORMATION SHEET

SECTION A

The Department records list active short-form registration statements for the following persons of your organization filed on the date indicated by each name. If a person is not still functioning in the same capacity directly on behalf of the foreign principal, please show the date of termination.

**Short Form List for Registrant: Burson-Marsteller**

Last Name	First Name and Other Names	Registration Date	Termination Date	Role
Bedolla	Leon F.	05/25/2004	10/31/2006	
Budgar	Lawrence George	05/26/2000		
Claes	Michael	07/21/1988		
Cortes	Rose Mary	05/25/2004	09/15/2007	SENIOR ASSOCIATE
DiBartolo	Christine Marie	05/13/2002		
Dorval	Christopher	10/05/2001		
Hamana	Harold	05/25/2004		
Harmon	Keith Eugene	05/01/2003		
Judice	Peter F.	08/25/2000		
Kazmier	Danielle	06/23/2003		
Kozakos	Panayiota	10/05/2001		
McCabe	Ian	10/23/2001	01/01/2007	MANAGING DIRECTOR
Miller	Freeman	08/25/2000		
Murlin	Cecilia	05/25/2004	10/31/2006	
Newton	Naomi	05/25/2004	12/10/2005	SENIOR ASSOCIATE
Norton	Jill Sloup	11/12/2002	11/30/2004	
Olguin	Adhemir	05/25/2004	10/31/2006	
Patzke	Kerry M.	05/13/2002		
Shainman	Lawrence	11/12/2002		
Trahan	Scott	04/12/1996	02/16/2007	DIRECTOR
Veith	Craig G.	09/20/2001	11/01/2005	MANAGING DIRECTOR
Blankfeld	Keren	06/30/2005	06/28/2005	ASSOCIATE
Clisby	Heather	06/30/2005		
Shelden	Sarah	06/30/2005		
Grace	Neil D.	06/30/2005		
Staley	Joel C.	12/07/2005	07/14/2007	MANAGER
Gerard	Ixta	12/26/2006	04/12/2008	ASSOCIATE
Rial	Dionne	12/26/2006	10/27/2007	ASSOCIATE
Lake	James C.	03/23/2007	09/15/2008	CHAIR, U.S. PRACTICE
Schnee	Leslie Elizabeth	03/23/2007		
McMurray	Patricia	03/23/2007	05/03/2008	DIRECTOR
Aarthur	Stefanie	04/13/2007	08/02/2007	SENIOR ASSOCIATE
Khetarpaul	Amit	04/13/2007		
Muir	Frederick M.	04/13/2007		
Rodriguez	Paul M.	04/13/2007		
Rosbach	Laurie Andrews	04/13/2007	09/06/2007	DIRECTOR
Sabnis	Shona Vijay	04/13/2007	10/03/2007	DIRECTOR
Pincus	Patricia K.	05/03/2007		

Samuelson	Taylor Sewell	05/03/2007		
Bussjaeger	Robert M.	02/01/1980	04/24/1981	
McKay	Barbara S.	07/23/2007		
Pendergast	Kathleen	08/01/2007	11/03/2007	MANAGER
Secley	Ruth	01/08/2008	10/15/2008	ASSOCIATE

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U.S. Department of Justice

National Security Division

Washington, DC 20530

SECTION B

In addition to those persons listed in Section A, list below all current employees rendering services directly on behalf of the foreign principals(s) who have not filed short-form registration statements. (Do not list clerks, secretaries, typists or employees in a similar or related capacity). If there is some question as to whether an employee has an obligation to file a short-form, please address a letter to the Registration Unit describing the activities and connection with the foreign principal.

Name	Function	Date Hired
<del>NONE</del>		

Signature: [Signature] Date: 12.3.08

Title: MANAGING DIRECTOR  
PRACTICE BUSINESS MANAGER  
U.S. PUBLIC AFFAIRS

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# ATTACHMENT

## 14 (a). Receipts - Monies

During this 6 month reporting period, have you received from any foreign principal named in Items 7, 8 and 9 of this statement, or from any other source, for or in interest of any such foreign principal, any contributions, income or money either as compensation or otherwise? YES.

### Abu Dhabi Investment Authority

<u>Date</u>	<u>From Whom</u>	<u>Purpose</u>	<u>Amount</u>
27-May-08	Abu Dhabi Investment Authority	Fees and Expenses	81,479.50
14-Jul-08	Abu Dhabi Investment Authority	Fees and Expenses	81,479.50
23-Jul-08	Abu Dhabi Investment Authority	Fees and Expenses	81,479.50
11-Sep-08	Abu Dhabi Investment Authority	Fees and Expenses	81,479.50
20-Oct-08	Abu Dhabi Investment Authority	Fees and Expenses	87,877.38

### Instituto Constarricense de Turismo

<u>Date</u>	<u>From Whom</u>	<u>Purpose</u>	<u>Amount</u>
12-May-08	Instituto Constarricense de Turismo	Fees and Expenses	3,480.00
24-Jun-08	Instituto Constarricense de Turismo	Fees and Expenses	98,980.00
7-Jul-08	Instituto Constarricense de Turismo	Fees and Expenses	6,980.00
3-Sep-08	Instituto Constarricense de Turismo	Fees and Expenses	32,980.00
19-Sep-08	Instituto Constarricense de Turismo	Fees and Expenses	32,980.00
19-Sep-08	Instituto Constarricense de Turismo	Fees and Expenses	32,980.00
23-Oct-08	Instituto Constarricense de Turismo	Fees and Expenses	505.00
30-Oct-08	Instituto Constarricense de Turismo	Fees and Expenses	32,980.00

### Pakistan People's Party

<u>Date</u>	<u>From Whom</u>	<u>Purpose</u>	<u>Amount</u>
20-May-08	Pakistan People's Party	Fees and Expenses	119,646.91

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## ATTACHMENT

### 15 (a). Disbursements - Monies

During this 6 month reporting period, have you

(1) disbursed or expended monies in connection with activity on behalf of any foreign principal named in Items 7, 8, and 9 of this statement? YES

(2) transmitted monies to any such foreign principal? NO

### Abu Dhabi Investment Authority

Postings for the Period: (5.01.08 -10.31.08)

#### Office Expenses:

Air Freight	442.03
BM International	37,867.21
Business Meals	353.86
Courier/Messenger	28.50
Info Bank Services	3,174.20
Local Transportation	682.41
Meals	69.42
Media Monitoring	18,000.00
Reference Material	735.65
Sales Tax	13.14
Stationery & Supplies	6,397.88
Telephone	6.44
Travel Expenses	55.00
Grand Total	67,825.74

ATTACHMENT

15 (a). Disbursements - Monies

During this 6 month reporting period, have you

(1) disbursed or expended monies in connection with activity on behalf of any foreign principal named in Items 7, 8, and 9 of this statement? YES

(2) transmitted monies to any such foreign principal? NO

Instituto Constarricense de Turismo

Postings for the Period: (5.01.08 -10.31.08)

Office Expenses:

Air Freight	1,932.19
Airfare/Railfare	10,300.68
BM International	5,157.10
Business Meals	355.98
Catering	424.67
Clipping Service	3,733.72
Consultation Fee	1,500.00
Entertainment	39.45
Info Bank Services	162.25
Local Transportation	1,459.57
Lodging	3,394.77
Meals	1,387.34
Media Placements	1,048.00
Mileage	554.33
Miscellaneous	1,159.74
Postage & Shipping	6.31
Production	1,900.00
Professional Services	45,045.62
Promotions	40,000.00
Reference Material	15.46
Registration Fees	1,515.00
Stationery & Supplies	16.00
Telephone	1,523.89
Telephone/Fax	45.34
Translation	400.00
Travel Expenses	419.45
Grand Total	123,496.86



## Attachment

19. During this 6 month reporting period, did your activities in preparing, disseminating or causing the dissemination of informational materials include the use of any of the following:

Radio or TV broadcasts

Magazine or newspaper articles

Motion picture films

Letters or telegrams

Advertising campaigns

Press releases

Pamphlets or other publications

Lectures or speeches

Internet

**Other (specify)** – Telephone conversations with Associated Press and Business Week to arrange meetings with Abu Dhabi Investment Authority (ADIA).

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